

NELSON

Nelson Mullins Riley & Scarborough, L.L.P.

MULLINS

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Attorneys and Counselors at Law

Tax ID No. 57-0215445

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Columbia, S.C. 29211

Telephone (803) 799-2000

W. R. Grace & Co.
ATTN: Lydia Duff, Esq.
Senior Environmental Counsel
7500 Grace Drive
Columbia, MD 21044

September 11, 2001

Invoice 464174

Page 1

Our Matter # 02399/06020
Name of Matter: Guanica, Puerto Rico

For Services Through 05/31/01

05/01/01	Review questions raised with reference to letter to PREPA regarding property access.			
	D.M. CLEARY	0.30 hrs.	285.00/hr	\$85.50

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
D.M. CLEARY	0.30	285.00	85.50
TOTAL	0.30	285.00	85.50

Fees for Legal Services \$85.50

W. R. Grace & Co.

September 11, 2001
Invoice 464174

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CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

05/08/2001	Photocopies 2 Page(s)	0.10
Total Charges for Other Services Provided/Expenses Incurred		\$0.10

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Photocopies	0.10
TOTAL	0.10

NET CURRENT BILLING FOR THIS INVOICE \$85.60

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Senior Environmental Counsel
7500 Grace Drive
Columbia, MD 21044

July 31, 2001
Invoice 459547

Page 1

Our Matter # 02399/06022
Name of Matter: Zotos

For Services Through 07/31/01

05/03/01	Review e-mail; check status of matter; telephone Messrs. Hughes and Hogan, e-mail status to Attorney Cleary. K. BROWN	1.00 hrs.	125.00/hr	\$125.00
05/04/01	Telephone call with Mr. Hogan regarding status of matter. K. BROWN	0.50 hrs.	125.00/hr	\$62.50

W. R. Grace & Co.

July 31, 2001
Invoice 459547

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BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
K. BROWN	1.50	125.00	187.50
TOTAL	1.50	125.00	187.50

Fees for Legal Services \$187.50**NET CURRENT BILLING FOR THIS INVOICE..... \$187.50**

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July 25, 2001
Invoice 455474

Page 1

Our Matter # 02399/06023
Name of Matter: Libby, MT -General Environmen

For Services Through 06/30/01

06/01/01	Discussion with Mr. Stringer and Mr. Stout regarding status of access issues and building demolition demands from EPA. D.M. CLEARY	0.40 hrs.	285.00/hr	\$114.00
06/04/01	Review and organize files. K. BROWN	1.70 hrs.	125.00/hr	\$212.50
06/07/01	Discussion with Mr. Stringer and Mr. Stout regarding Libby, and EPA incidents on KDC property. D.M. CLEARY	0.80 hrs.	285.00/hr	\$228.00
06/07/01	Discussion with Mr. Lund regarding Libby matters; send EPA letter to him. D.M. CLEARY	0.50 hrs.	285.00/hr	\$142.50
06/07/01	Discussion regarding recent events with Mr. Emmett; follow-up with call to Mr. Lund; e-mail documents to Mr. Emmett. D.M. CLEARY	1.20 hrs.	285.00/hr	\$342.00

06/08/01	Review EPA fact sheet regarding sampling, and activities at Libby schools. D.M. CLEARY	0.30 hrs.	285.00/hr	\$85.50
06/08/01	Draft and send recommendations regarding Libby issues to Mr. Emmett. D.M. CLEARY	1.00 hrs.	285.00/hr	\$285.00
06/08/01	Respond to inquiry from HRO regarding privilege status of KDC/Grace access agreement. D.M. CLEARY	0.20 hrs.	285.00/hr	\$57.00
06/11/01	Discussion with Mr. Marriam regarding release of ore shipment data to correct EPA calculations. D.M. CLEARY	0.20 hrs.	285.00/hr	\$57.00
06/13/01	Review EPA presentation regarding spectroscopy; follow-up with voice mail to Mr. Marriam. D.M. CLEARY	0.40 hrs.	285.00/hr	\$114.00
06/13/01	Review groundwater analytical results from the mine. D.M. CLEARY	0.20 hrs.	285.00/hr	\$57.00
06/13/01	Discussion with Mr. Stringer and Mr. Stout regarding EPA activities and upcoming CAG meeting. D.M. CLEARY	0.30 hrs.	285.00/hr	\$85.50
06/13/01	Review news articles concerning Libby. D.M. CLEARY	0.30 hrs.	285.00/hr	\$85.50
06/15/01	Discussion with Mr. Stout regarding last night's CAG meeting and other events. D.M. CLEARY	0.90 hrs.	285.00/hr	\$256.50
06/15/01	Prepare 106 order documents as e-mail attachments and e-mail to Mr. Emmett with commentary. D.M. CLEARY	0.60 hrs.	285.00/hr	\$171.00
06/18/01	Review new articles regarding asbestos/vermiculite. D.M. CLEARY	0.50 hrs.	285.00/hr	\$142.50
06/18/01	Review proposal for demolition of Dallas buildings. D.M. CLEARY	0.20 hrs.	285.00/hr	\$57.00
06/18/01	Discussion with Mr. Stringer and Mr. Stout regarding CAG meeting, Sen. Crismore remarks, and upcoming meeting status with EPA. D.M. CLEARY	0.40 hrs.	285.00/hr	\$114.00
06/19/01	Draft response to EPA concerning building demolition; draft e-mail to Mr. Stringer and Mr. Lund for review of draft. D.M. CLEARY	1.70 hrs.	285.00/hr	\$484.50

06/20/01	Discussions with Mr. Stout and Mr. Stringer about Libby activities and review comments to draft letter. D.M. CLEARY	0.90 hrs.	285.00/hr	\$256.50
06/21/01	Review statement to Dateline NBC and draft comments D.M. CLEARY	0.30 hrs.	285.00/hr	\$85.50
06/21/01	Discussions with Mr. Stringer and Mr. Stout about access to mine properties; advised KDC to resolve in the field with MARCOR, and report back to me if KDC continues to be arbitrarily obstructed from the property; receive update from Mr. Stout and Mr. Stringer regarding potential resolution. D.M. CLEARY	1.10 hrs.	285.00/hr	\$313.50
06/21/01	Review Dr. Goad's e-mail containing notes and agenda of ATSDR meeting regarding asbestos in Libby. D.M. CLEARY	0.30 hrs.	285.00/hr	\$85.50
06/21/01	Review and draft comments to Second Dateline Statement; e-mail to Mr. Finke. D.M. CLEARY	0.90 hrs.	285.00/hr	\$256.50
06/21/01	Begin drafting questions for Libby citizens. D.M. CLEARY	1.70 hrs.	285.00/hr	\$484.50
06/22/01	Calls to KDC and Mr. Stout to locate official copy of draft restoration plan submitted to EPA; discussions with Mr. Stout regarding the plan. D.M. CLEARY	0.90 hrs.	285.00/hr	\$256.50
06/22/01	Research and drafting of questions for Mr. Stringer. D.M. CLEARY	5.20 hrs.	285.00/hr	\$1,482.00
06/25/01	Review draft EPA Access agreement and draft e-mail transmitting it to Access Case team. D.M. CLEARY	0.30 hrs.	285.00/hr	\$85.50
06/25/01	Review articles concerning Libby, superfund status, and Scotts. D.M. CLEARY	0.50 hrs.	285.00/hr	\$142.50
06/25/01	Continue work on questions for Mr. Stringer. D.M. CLEARY	4.40 hrs.	285.00/hr	\$1,254.00
06/25/01	Revise and finalize letter to Mr. Cohn regarding building restoration/demolition; fax to Mr. Cohn. D.M. CLEARY	0.40 hrs.	285.00/hr	\$114.00
06/25/01	Review statement made to Dateline NBC. D.M. CLEARY	0.20 hrs.	285.00/hr	\$57.00

06/25/01	Discussion with Mr. Stout regarding restoration plan. D.M. CLEARY	0.20 hrs.	285.00/hr	\$57.00
06/26/01	Complete questions for Mr. Stringer; review Mr. Stringer's questions, and combine the two; transmit to Mr. Stringer. D.M. CLEARY	2.40 hrs.	285.00/hr	\$684.00
06/26/01	Transmit Fairfax asbestos site maps for printing. D.M. CLEARY	0.20 hrs.	285.00/hr	\$57.00
06/26/01	Review letter from Mr. Corcoran to the New York Times. D.M. CLEARY	0.20 hrs.	285.00/hr	\$57.00
06/26/01	Discussion with Mr. Stout and Mr. Stringer concerning their meeting with Mr. Nguyen of EPA. D.M. CLEARY	0.50 hrs.	285.00/hr	\$142.50
06/27/01	Review Dr. Goad's notes regarding May EPA asbestos conference. D.M. CLEARY	0.50 hrs.	285.00/hr	\$142.50
06/28/01	Review letters to the editor relating to Scotts operations in Ohio. D.M. CLEARY	0.20 hrs.	285.00/hr	\$57.00
06/28/01	Review Deadline Discovery recording. D.M. CLEARY	0.80 hrs.	285.00/hr	\$228.00
06/28/01	Begin review and edit of proposed letter from Mr. Stringer to Mr. Nguyen regarding meeting with EPA and KDC access issues. D.M. CLEARY	0.50 hrs.	285.00/hr	\$142.50
06/29/01	Research CAL-OSHA PEL and required analytical methodology for asbestos; transmit to Mr. Marriam;. continue research regarding additional relevant regulation. D.M. CLEARY	0.90 hrs.	285.00/hr	\$256.50
06/29/01	Discussion with Mr. Marriam regarding plans for review and discussion of EPA notification with the Region 9 OSC regarding findings in Newark, CA. D.M. CLEARY	0.30 hrs.	285.00/hr	\$85.50
06/29/01	Continue editing Mr. Stringer's letter to EPA; send to Mr. Stringer via e-mail. D.M. CLEARY	0.30 hrs.	285.00/hr	\$85.50
06/29/01	Discussions with Remedium personnel regarding the former Newark, CA expanding facility and notification by EPA of issues therein. D.M. CLEARY	0.60 hrs.	285.00/hr	\$171.00

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
D.M. CLEARY	34.80	285.00	9,918.00
K. BROWN	1.70	125.00	212.50
TOTAL	36.50	277.55	10,130.50

Fees for Legal Services \$10,130.50

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

06/07/2001	1-410-531-4751	12.78
06/07/2001	1-303-866-0409	0.16
06/07/2001	1-303-866-0409	4.07
06/08/2001	1-303-866-0479	0.19
06/18/2001	1-303-866-0409	0.37
06/22/2001	1-406-293-3964	0.50
06/22/2001	1-406-293-3964	0.14
06/22/2001	1-303-882-5271	5.69
06/25/2001	1-303-882-5271	2.11
06/25/2001	1-303-312-6953	0.17
06/25/2001	1-406-293-3749	0.35
06/25/2001	1-303-866-0200	0.19
06/26/2001	1-410-531-4783	0.21

Total Charges for Other Services Provided/Expenses Incurred \$26.93

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Telephone	26.93
TOTAL	26.93

NET CURRENT BILLING FOR THIS INVOICE..... \$10,157.43

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Columbia, MD 21044

September 12, 2001

Invoice 464612

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Our Matter # 02399/06025
Name of Matter: Motor Wheel, MI Env. Matters

For Services Through 05/31/01

05/01/01	Review and file Draft Amended Consent Decree for the Motor Wheel Site. K. BROWN	0.20 hrs.	125.00/hr	\$25.00
05/03/01	Review proposed amendment; attend conference call regarding proposed amendment to consent decree. D.M. CLEARY	1.20 hrs.	285.00/hr	\$342.00
05/04/01	Attend conference call regarding proposed Motor Wheel amendment. D.M. CLEARY	0.20 hrs.	285.00/hr	\$57.00
05/10/01	Attend conference call with Grace attorneys, Remedium, and Kirkland & Ellis regarding proposed amendment to existing consent decree. D.M. CLEARY	0.90 hrs.	285.00/hr	\$256.50
05/15/01	Review status report from Mr. Running regarding discussions with Goodyear counsel. D.M. CLEARY	0.10 hrs.	285.00/hr	\$28.50

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
D.M. CLEARY	2.40	285.00	684.00
K. BROWN	0.20	125.00	25.00
TOTAL	2.60	272.69	709.00

Fees for Legal Services	\$709.00
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CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

05/14/2001	Photocopies	0.05
05/15/2001	Photocopies	0.35

Total Charges for Other Services Provided/Expenses Incurred	\$0.40
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DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Photocopies	0.40
TOTAL	0.40

NET CURRENT BILLING FOR THIS INVOICE..... **\$709.40**

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
440683	04/09/2001	228.00	228.00
464584	09/12/2001	142.50	142.50
464600	09/12/2001	57.00	57.00
TOTAL A/R BALANCE			\$427.50

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Lydia B. Duff, Esquire

7500 Grace Drive

Columbia, MD 21044

July 9, 2001

Invoice 451147

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Our Matter # 02399/06027
Name of Matter: Project Allen

For Services Through 05/31/01

04/30/01	Review notices. G.B. CAUTHEN	0.30 hrs.	250.00/hr	\$75.00
05/01/01	Follow up on bankruptcy notices. G.B. CAUTHEN	0.20 hrs.	230.00/hr	\$46.00
05/01/01	Confer with Attorneys Cleary and Heiser on suggestions of bankruptcy. G.B. CAUTHEN	0.30 hrs.	230.00/hr	\$69.00
05/01/01	Discussion with Mr. Grummer regarding Minneapolis and Libby cleanup project and EPA cases in Libby. D.M. CLEARY	0.40 hrs.	285.00/hr	\$114.00
05/02/01	Discussion with Kirkland & Ellis lawyers and Mr. Marriam about Easthampton, Libby, and Minnesota activities, and reviewed factual information to support K & E motion to transfer venue for EPA matters. D.M. CLEARY	1.60 hrs.	285.00/hr	\$456.00
05/03/01	Discussion with Mr. Marriam regarding status of discussions with regulators.			

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	D.M. CLEARY	0.10 hrs.	285.00/hr	\$28.50
05/03/01	Discussions with Mr. Stout regarding locations of contractors in support of K & E venue motion.			
	D.M. CLEARY	0.20 hrs.	285.00/hr	\$57.00
05/03/01	Discussions with Kirkland & Ellis attorneys regarding factual background of Montana actions in support of venue motion.			
	D.M. CLEARY	2.00 hrs.	285.00/hr	\$570.00
05/04/01	Follow up on suggestions of bankruptcy.			
	G.B. CAUTHEN	0.20 hrs.	230.00/hr	\$46.00
05/04/01	Review co-counsel's comments on Seneca Meadows; provide analysis of discovery to Attorneys Hawkins and Cleary.			
	G.B. CAUTHEN	0.40 hrs.	230.00/hr	\$92.00
05/07/01	Telephone conference with Paralegal Thomas regarding bankruptcy files.			
	K. BROWN	2.00 hrs.	125.00/hr	\$250.00
05/07/01	Telephone conference with Paralegal Brown regarding bankruptcy files and issues regarding stay of bankruptcy.			
	L.K. THOMAS	1.60 hrs.	85.00/hr	\$136.00
05/08/01	Review new case.			
	G.B. CAUTHEN	0.20 hrs.	250.00/hr	\$50.00
05/08/01	Phone calls with local counsel regarding filing of suggestions of bankruptcy.			
	K.J. HEISER	0.20 hrs.	160.00/hr	\$32.00
05/09/01	Confer with Attorney Hawkins on various administrative issues; call with Kirkland & Ellis attorney, Mr. Schwartz on application to employ; revise pleadings; memo to Attorneys Hawkins and Cleary on all.			
	G.B. CAUTHEN	1.20 hrs.	250.00/hr	\$300.00
05/09/01	Follow up on affidavit and application to be employed as special counsel.			
	G.B. CAUTHEN	0.30 hrs.	250.00/hr	\$75.00
05/09/01	Discussion with Attorney Cauthen regarding preparation of documents to move for treatment as special counsel; review and revise documents.			
	B.F. HAWKINS	0.90 hrs.	220.00/hr	\$198.00
05/09/01	Received request from Kirkland & Ellis to resend application for Special Counsel; contacted Attorney Cauthen to do so.			
	D.M. CLEARY	0.10 hrs.	285.00/hr	\$28.50
05/09/01	Review new affidavit and redraft description of work.			
	D.M. CLEARY	1.20 hrs.	285.00/hr	\$342.00

W. R. Grace & Co.

July 9, 2001
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05/09/01	Review application to employ special counsel and affidavit of Attorney Cauthen; correspondence with client regarding documents to employ special counsel. K.J. HEISER	0.30 hrs.	160.00/hr	\$48.00
05/10/01	Work on revisions to application for employment; work on data acquisition; confer with Attorney Hawkins on all. G.B. CAUTHEN	1.10 hrs.	250.00/hr	\$275.00
05/10/01	Review Grace docket. G.B. CAUTHEN	0.30 hrs.	250.00/hr	\$75.00
05/10/01	Continue work on providing necessary information for completing various documents associated with motions to act as special counsel. B.F. HAWKINS	0.90 hrs.	220.00/hr	\$198.00
05/10/01	Obtain docket report and review same regarding applications for special counsel. J.L. LEWIS	0.60 hrs.	90.00/hr	\$54.00
05/10/01	Request copies of Applications for Counsel from bankruptcy court. J.L. LEWIS	0.40 hrs.	90.00/hr	\$36.00
05/10/01	Review incoming/outgoing correspondence for case status and incorporate into appropriate subfile. J.L. LEWIS	0.20 hrs.	90.00/hr	\$18.00
05/11/01	Telephone conference with Ms. Duff and Ms. Porter regarding the location of documents that contain information on the various litigants. K. BROWN	0.10 hrs.	125.00/hr	\$12.50
05/14/01	Discussion with Attorney Duff and Paralegal Brown concerning possible sources of information to locate addresses and names of potential creditors; look for information. B.F. HAWKINS	0.90 hrs.	220.00/hr	\$198.00
05/14/01	Telephone conference with Ms. Porter regarding location of files containing creditors' information; telephone conference with Ms. Duff and Attorney Hawkins regarding document locations for the list of creditors. K. BROWN	1.20 hrs.	125.00/hr	\$150.00
05/15/01	Conference call with Messrs. Ahern and Medler regarding classification of potential claimants as either Grace Corp. or Remedium claimants; review file information regarding potential request; review possible ways to gather information. B.F. HAWKINS	3.20 hrs.	220.00/hr	\$704.00
05/15/01	Review incoming/outgoing correspondence for case status and incorporate into appropriate subfile.			

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	J.L. LEWIS	0.20 hrs.	90.00/hr	\$18.00
05/15/01	Discuss matter with Attorney Hawkins regarding updating creditors list; telephone conference with Paralegal Brown regarding updating creditors list; receive and review correspondence regarding upcoming creditors' project.			
	L.K. THOMAS	2.30 hrs.	85.00/hr	\$195.50
05/16/01	Review documents regarding meeting with bankruptcy counsel provided by Mr. Emmett; provide comments to agenda to Mr. Emmett.			
	D.M. CLEARY	1.40 hrs.	285.00/hr	\$399.00
05/16/01	Various telephone conferences with Ms. Porter, Paralegal Thomas, and Administrative Assistants regarding the creditors database; review various files for missing creditors information.			
	K. BROWN	6.30 hrs.	125.00/hr	\$787.50
05/16/01	Discuss Project Allen with Paralegal Brown.			
	L.K. THOMAS	1.00 hrs.	85.00/hr	\$85.00
05/17/01	Review documents and travel to Columbia meeting with bankruptcy team; review additional documents,			
	D.M. CLEARY	4.70 hrs.	285.00/hr	\$1,339.50
05/17/01	Work on updates and revisions to potential creditors list; discussions with paralegals regarding obtaining additional or missing information.			
	B.F. HAWKINS	3.40 hrs.	220.00/hr	\$748.00
05/17/01	Check docket regarding status of appointment of special counsel.			
	J.L. LEWIS	0.10 hrs.	90.00/hr	\$9.00
05/17/01	Request photocopies from bankruptcy court.			
	J.L. LEWIS	0.30 hrs.	90.00/hr	\$27.00
05/17/01	Telephone conference with Ms. Porter regarding the status of the document review; telephone conference with Attorney Hawkins and Paralegal Thomas regarding document review for missing information on the creditors' list; review documents and input information on the creditors' database; internet searches for creditors' information; several telephone conferences with Mr. Lund, Ms. Graham, Ms. Brummer and Ms. Lockett regarding documents containing creditors information; sent e-mails to Ms. Duff, Ms. Porter and Ms. Sprinkle containing the revised creditors' list database; sent e-mails to Mr. Barkett, Ms. Brummer and Ms. Lockett requesting creditors information.			
	K. BROWN	10.10 hrs.	125.00/hr	\$1,262.50
05/17/01	Discuss creditor's list with Attorney Hawkins and Paralegal Brown; update and edit creditors list.			
	L.K. THOMAS	4.80 hrs.	85.00/hr	\$408.00

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05/18/01	Attend meeting with bankruptcy team regarding strategic environmental approaches to environmental matters in context of bankruptcy, and return; review additional environmental bankruptcy treatises and documents. D.M. CLEARY	9.00 hrs.	285.00/hr	\$2,565.00
05/18/01	Continue to work on identification of missing information for list of potential environmental creditors; respond to questions from Price Waterhouse regarding what to do with various information. B.F. HAWKINS	4.30 hrs.	220.00/hr	\$946.00
05/18/01	Various telephone conferences with Attorney Hawkins, Paralegal Thomas, Administrative Assistant, Ms. Porter, Ms. Brummer, and Mr. Lund regarding creditors' information; internet researches and review documents for creditors' information; sent e-mails to Ms. Porter and Ms. Duff containing additional creditors' information for inclusion to the database. K. BROWN	6.00 hrs.	125.00/hr	\$750.00
05/18/01	Conference with Attorney Hawkins and Paralegal Brown regarding updates to creditors list; review creditor information and make additional updates to same to be forwarded to Price Waterhouse. L.K. THOMAS	9.30 hrs.	85.00/hr	\$790.50
05/18/01	Organized and compared information from file to the creditor list for any additional information to be submitted to Paralegal Brown. M. WADDELL	6.80 hrs.	55.00/hr	\$374.00
05/22/01	Call from Kirkland and Ellis attorney; memo to Attorney Cleary; revise application to employ. G.B. CAUTHEN	0.70 hrs.	250.00/hr	\$175.00
05/22/01	Review and comment on information needed for preparation of affidavit for designation as special counsel. B.F. HAWKINS	0.40 hrs.	220.00/hr	\$88.00
05/22/01	Discussion with Attorney Hawkins describing results of meeting with bankruptcy counsel and Grace and our approach to Beaco Road and Refuse Hideaway. D.M. CLEARY	0.80 hrs.	285.00/hr	\$228.00
05/22/01	Redraft affidavit at request of bankruptcy counsel. D.M. CLEARY	1.40 hrs.	285.00/hr	\$399.00
05/22/01	Review docket regarding status of Motion to Employ as special counsel. J.L. LEWIS	0.20 hrs.	90.00/hr	\$18.00
05/22/01	Telephone conference with Paralegal Brown regarding second and third filing for bankruptcy; organize file materials. L.K. THOMAS	2.40 hrs.	85.00/hr	\$204.00

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July 9, 2001

Invoice 451147

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05/23/01	Review revised Paragraph 5; letter to Kirkland and Ellis on same. G.B. CAUTHEN	0.40 hrs.	250.00/hr	\$100.00
05/24/01	Review documents and pleadings. G.B. CAUTHEN	0.40 hrs.	250.00/hr	\$100.00
05/29/01	Follow up on application and affidavit. G.B. CAUTHEN	0.30 hrs.	250.00/hr	\$75.00
05/31/01	Review docket regarding application to employ. J.L. LEWIS	0.10 hrs.	90.00/hr	\$9.00

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
B.F. HAWKINS	14.00	220.00	3,080.00
D.M. CLEARY	22.90	285.00	6,526.50
G.B. CAUTHEN	6.30	250.00	1,553.00
K.J. HEISER	0.50	160.00	80.00
L.K. THOMAS	21.40	85.00	1,819.00
J.L. LEWIS	2.10	90.00	189.00
K. BROWN	25.70	125.00	3,212.50
M. WADDELL	6.80	55.00	374.00
TOTAL	99.70	168.85	16,834.00

Fees for Legal Services \$16,834.00

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

05/01/2001	FedEx	13.10
05/02/2001	FedEx	21.49
05/02/2001	FedEx	13.10
05/02/2001	Photocopies 61 Page(s)	3.05
05/04/2001	Photocopies 9 Page(s)	0.45
05/08/2001	Call to 1-303-866-0457	0.13
05/09/2001	FedEx	13.10
05/09/2001	FedEx	13.10
05/09/2001	Photocopies 22 Page(s)	1.10
05/09/2001	Photocopies 3 Page(s)	0.15
05/10/2001	Photocopies 32 Page(s)	1.60
05/10/2001	Call to 1-312-861-2200	0.28

W. R. Grace & Co.

July 9, 2001

Invoice 451147

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05/10/2001	Call to 1-302-252-2900	0.13
05/11/2001	Call to 1-302-252-2900	0.13
05/15/2001	FedEx	13.10
05/16/2001	Photocopies 9 Page(s)	0.45
05/16/2001	Cal to 1-410-531-4129	0.12
05/18/2001	VENDOR: Parcels, Inc.; INVOICE#: 5/17/01; DATE: 05/18/2001 - Photocopies	5.40
05/18/2001	Call to 1-202-555-1212	0.60
05/18/2001	Call to 1-202-514-2219	0.21
05/18/2001	Call to 1-770-886-4707	0.16
05/18/2001	Call to 1-410-531-4129	0.13
05/23/2001	Call to 1-312-861-2200	0.18
05/24/2001	Photocopies 31 Page(s)	1.55

Total Charges for Other Services Provided/Expenses Incurred \$102.81

DISBURSEMENT SUMMARY

Description**Dollars**

CopyOut	5.40
Photocopies	8.35
Fed Ex	86.99
Telephone	2.07

TOTAL 102.81

NET CURRENT BILLING FOR THIS INVOICE..... \$16,936.81

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
446377	17,099.55	17,099.55
TOTAL A/R BALANCE		\$17,099.55

NELSON

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 Senior Environmental Counsel
 7500 Grace Drive
 Columbia, MD 21044

July 25, 2001
 Invoice 455362

Page 1

Our Matter # 02399/06027
 Name of Matter: Project Allen

For Services Through 06/30/01

06/04/01	Call to Mr. Schwartz on application to employ; confer with Attorney Hawkins on same. G.B. CAUTHEN	0.30 hrs.	250.00/hr	\$75.00
06/05/01	Call with Mr. Schwartz on latest version. G.B. CAUTHEN	0.40 hrs.	250.00/hr	\$100.00
06/05/01	Call with Mr. Schwartz; revise application to be employed. G.B. CAUTHEN	0.40 hrs.	250.00/hr	\$100.00
06/06/01	Review and revise application to employ, as revised by Kirkland & Ellis; memo to Attorneys Cleary and Hawkins on same. G.B. CAUTHEN	0.50 hrs.	250.00/hr	\$125.00
06/07/01	Revise pleadings; call to co-counsel on application to employ; letter to co-counsel on same; review and revise affidavit. G.B. CAUTHEN	1.30 hrs.	250.00/hr	\$325.00

W. R. Grace & Co.

July 25, 2001
Invoice 455362

Page 2

06/11/01	Forward status update to Ms. Duff regarding Nelson Mullins' Affidavit of Disinterest. B.F. HAWKINS	0.40 hrs.	220.00/hr	\$88.00
06/13/01	Review docket regarding filing of application to employ Nelson Mullins. J.L. LEWIS	0.20 hrs.	90.00/hr	\$18.00
06/17/01	Review docket; memo on application and participation by SCDHEC. G.B. CAUTHEN	0.50 hrs.	250.00/hr	\$125.00
06/18/01	Review incoming/outgoing correspondence for case status and incorporate into appropriate subfile. J.L. LEWIS	0.10 hrs.	90.00/hr	\$9.00
06/19/01	Review e-mail from Ms. Duff regarding PRP group inquiry and respond; e-mail Paralegal Brown instructions regarding information needed pertaining to various other sites; follow-up on status with Paralegal Brown. D.M. CLEARY	0.50 hrs.	285.00/hr	\$142.50
06/19/01	Review files for documents regarding client's position at various sites; internet searches; telephone conference with Administrative Records Custodian for Region 3 regarding administrative records for Moyer Landfill; prepare FOIA request for ARs; telephone conference with Attorney Cleary regarding status of file review; prepare correspondence on search and review findings. K. BROWN	8.60 hrs.	125.00/hr	\$1,075.00
06/20/01	Internet searches; telephone conference with Ms. Porter to search for documents on their server; telephone conference with Region 3 Administrative Records Custodian regarding FOIA request; prepare correspondence regarding results of file review and internet searches for documents determining client's positions at various sites. K. BROWN	7.90 hrs.	125.00/hr	\$987.50
06/21/01	Review Paralegal Brown's research, make additions and corrections and forward to Ms. Duff via e-mail. D.M. CLEARY	0.70 hrs.	285.00/hr	\$199.50
06/21/01	Review documents and prepare correspondence regarding client's position at various sites; telephone conference with Ms. Porter regarding e-mail attachment; telephone conference with Ms. Antar regarding Consent Decree for Moyer Landfill; review Federal Registers; e-mail correspondence to Attorney Cleary; telephone conference with Attorney Cleary regarding same; telephone conferences with Mr. Tucker and Ms. Armstrong to discuss Wheatland, Oklahoma facility and e-mail to Ms. Finkelstein, Ms. Armstrong, Mr. Tucker and Attorney Cleary requesting sales agreement for the Wheatland facility. K. BROWN	7.50 hrs.	125.00/hr	\$937.50

W. R. Grace & Co.

July 25, 2001
Invoice 455362

Page 3

06/22/01	Review draft sales agreement for Wheatland; telephone conference with Attorney Cleary regarding the agreement; and e-mail Attorney Cleary the revisions to the agreement along with Mrs. Finkelstein's e-mail. K. BROWN	3.30 hrs.	125.00/hr	\$412.50
06/25/01	Access PACER online service to obtain docket, determine case status, monitor deadlines and hearing dates; review incoming/outgoing correspondence for case status and incorporate into appropriate subfile. J.L. LEWIS	0.30 hrs.	90.00/hr	\$27.00
06/26/01	Review docket; follow up on entry. G.B. CAUTHEN	0.30 hrs.	250.00/hr	\$75.00
06/26/01	Review article regarding USG bankruptcy. D.M. CLEARY	0.10 hrs.	285.00/hr	\$28.50
06/27/01	Review correspondence. G.B. CAUTHEN	0.20 hrs.	250.00/hr	\$50.00

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
B.F. HAWKINS	0.40	220.00	88.00
D.M. CLEARY	1.30	285.00	370.50
G.B. CAUTHEN	3.90	250.00	975.00
J.L. LEWIS	0.60	90.00	54.00
K. BROWN	27.30	125.00	3,412.50
TOTAL	33.50	146.27	4,900.00

Fees for Legal Services	\$4,900.00
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W. R. Grace & Co.

July 25, 2001

Invoice 455362

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CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

06/04/2001	1-312-861-2000	0.12
06/07/2001	Federal Express	12.90
06/07/2001	Photocopies 34 Page(s)	1.70
06/07/2001	Photocopies 16 Page(s)	0.80
06/15/2001	Photocopies 1 Page(s)	0.05
06/19/2001	1-215-814-3157	1.02
06/19/2001	1-215-814-3005	0.13
06/20/2001	1-410-531-4129	23.22
06/20/2001	VENDOR: David M. Cleary; INVOICE#: 061801; DATE: 06/20/2001 - Trip to Columbia, MD - W.R. Grace Meeting	657.28
06/21/2001	1-410-531-4129	3.07
06/21/2001	1-617-876-1400	0.52
06/21/2001	1-901-820-2027	0.31
06/22/2001	1-410-531-4000	0.21

Total Charges for Other Services Provided/Expenses Incurred \$701.33

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Photocopies	2.55
Fed Ex	12.90
Telephone	28.60
Travel	657.28
TOTAL	701.33

NET CURRENT BILLING FOR THIS INVOICE..... \$5,601.33

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
446377	17,099.55	17,099.55
451147	16,936.81	16,936.81
TOTAL A/R BALANCE		\$34,036.36

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September 12, 2001
 Invoice 464611

Page 1

Our Matter # 02399/06030
 Name of Matter: Aiken-Title V Permit App. Iss

For Services Through 05/31/01

05/03/01	Organize file materials; review and create subfolders for incoming materials. L.K. THOMAS	0.80 hrs.	85.00/hr	\$68.00
05/04/01	Research on issues related to response to DHEC on Title V comments. B.F. HAWKINS	0.40 hrs.	220.00/hr	\$88.00
05/05/01	Forward request to Mr. Fishel to watch for Title V permit being issued despite significant comments in light of other reported occurrences where DHEC issued the permit without addressing comments; suggest discussion with permit engineer to verify status of addressing Grace Davison's comments. B.F. HAWKINS	0.30 hrs.	220.00/hr	\$66.00
05/07/01	Review DHEC's responses to Grace's comments to the Title V Permit; draft response to various comments as potential compromise language. B.F. HAWKINS	1.20 hrs.	220.00/hr	\$264.00

W. R. Grace & Co.

September 12, 2001

Invoice 464611

Page 2

05/09/01	Conference call with Ms. Duff and Mr. Fishel regarding response to DHEC comments on Title V and strategy for moving forward with resolving issues with DHEC. B.F. HAWKINS	0.90 hrs.	220.00/hr	\$198.00
05/15/01	Check on status of meeting with DHEC regarding Title V Permit and status of DHEC addressing Grace's comments. B.F. HAWKINS	0.40 hrs.	220.00/hr	\$88.00
05/21/01	Review e-mail from Mr. Fishel regarding DHEC's response to denying a request for a meeting; e-mail Mr. Fishel and Ms. Duff response explaining that our position does fit into DHEC's parameters to warrant a meeting since we do have recommendations concerning periodic monitoring. B.F. HAWKINS	0.70 hrs.	220.00/hr	\$154.00
05/22/01	Review e-mail from Mr. Fishel to DHEC regarding periodic monitoring issue. B.F. HAWKINS	0.30 hrs.	220.00/hr	\$66.00
05/24/01	Review message from Mr. Fishel; return call. B.F. HAWKINS	0.30 hrs.	220.00/hr	\$66.00
05/25/01	Discussion with Mr. Fishel regarding comments on requirements for pressure drop readings on Title V permit. B.F. HAWKINS	0.60 hrs.	220.00/hr	\$132.00
05/28/01	Research support for positions regarding pressure drop readings and visual emission inspections; review possible resolutions and positions to take with DHEC. B.F. HAWKINS	2.80 hrs.	220.00/hr	\$616.00
05/29/01	Continue review of information to support positions regarding visual emission inspections and requirement for pressure drop readings; review DHEC response to comments on Title V permit; discussion with Attorney Duff and Mr. Fishel regarding DHEC positions and possible approaches for requesting relief from DHEC outside of appeal route; review information forwarded from Mr. Fishel concerning approach required of other facilities. B.F. HAWKINS	3.20 hrs.	220.00/hr	\$704.00
05/30/01	Follow-up with Mr. Fishel concerning status of discussions on Title V issues. B.F. HAWKINS	0.50 hrs.	220.00/hr	\$110.00

BILLING SUMMARY**Hours****Rate/Hr****Dollars**

W. R. Grace & Co.

September 12, 2001

Invoice 464611

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BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
B.F. HAWKINS	11.60	220.00	2,552.00
L.K. THOMAS	0.80	85.00	68.00
TOTAL	12.40	211.29	2,620.00

Fees for Legal Services	\$2,620.00
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CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

05/15/2001	Call to 1-803-648-9575	0.10
05/24/2001	Call to 1-803-648-9575	0.14
05/29/2001	Call to 1-803-648-9575	1.74
Total Charges for Other Services Provided/Expenses Incurred		\$1.98

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Telephone	1.98
TOTAL	1.98

NET CURRENT BILLING FOR THIS INVOICE.....	<u>\$2,621.98</u>
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ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
455450	07/25/2001	5,714.35	5,714.35
464136	09/11/2001	3,299.05	3,299.05
TOTAL A/R BALANCE			\$9,013.40

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July 25, 2001
 Invoice 455450

Page 1

Our Matter # 02399/06030
 Name of Matter: Aiken-Title V Permit App. Iss

For Services Through 06/30/01

06/04/01	Conference call with Ms. Duff and Mr. Fishel regarding Title V issues. B.F. HAWKINS	0.40 hrs.	220.00/hr	\$88.00
06/13/01	Review notes and guidance documents on requirement for pressure drop readings on baghouses in preparation for meeting with DHEC and Mr. Fishel tomorrow. B.F. HAWKINS	3.70 hrs.	220.00/hr	\$814.00
06/14/01	Complete review of guidance memos and other materials regarding periodic monitoring to develop arguments for eliminating requirement to do pressure drop readings on all sources; meeting with Mr. Fishel to prepare for discussions with DHEC; meet with DHEC to discuss resolution of Title V issues; telephone discussion with Ms. Duff to review results of meeting. B.F. HAWKINS	5.60 hrs.	220.00/hr	\$1,232.00

W. R. Grace & Co.

July 25, 2001
Invoice 455450

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BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
B.F. HAWKINS	25.90	220.00	5,698.00
TOTAL	25.90	220.00	5,698.00

Fees for Legal Services	\$5,698.00
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CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

06/06/2001	Photocopies 4 Page(s)	0.20
06/06/2001	Photocopies 4 Page(s)	0.20
06/12/2001	Photocopies 2 Page(s)	0.10
06/12/2001	Photocopies 8 Page(s)	0.40
06/13/2001	Photocopies 50 Page(s)	2.50
06/13/2001	Photocopies 20 Page(s)	1.00
06/14/2001	Photocopies 70 Page(s)	3.50
06/14/2001	Photocopies 30 Page(s)	1.50
06/15/2001	Photocopies 5 Page(s)	0.25
06/19/2001	1-803-648-9575	0.24
06/19/2001	1-410-531-4000	0.29
06/20/2001	1-410-531-4000	0.11
06/20/2001	1-617-498-2667	0.11
06/21/2001	Photocopies 74 Page(s)	3.70
06/22/2001	1-803-648-9575	1.99
06/22/2001	1-410-531-4210	0.26

Total Charges for Other Services Provided/Expenses Incurred	\$16.35
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DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Photocopies	13.35
Telephone	3.00
TOTAL	16.35

NET CURRENT BILLING FOR THIS INVOICE.....	<u>\$5,714.35</u>
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July 3, 2001
Invoice 450938

Page 1

Our Matter # 02399/06031
Name of Matter: Li Tungsten

For Services Through 05/31/01

05/03/01	Organize file materials; review and create subfolders for incoming materials. L.K. THOMAS	1.80 hrs.	85.00/hr	\$153.00
05/18/01	Review Schultes file to confirm no on-going liability that would give rise to need to list any parties as potential creditors; review information on Li Tungsten to assure no need to add additional parties to creditor's list. R.T. CARLISLE	1.90 hrs.	200.00/hr	\$380.00
05/21/01	Confer with Mr. Sommer (counsel for GE) regarding federal agencies' filings in suit commenced against them by Teledyne; confer with Attorney Hawkins regarding same. R.T. CARLISLE	0.30 hrs.	200.00/hr	\$60.00

BILLING SUMMARY

W. R. Grace & Co.

July 3, 2001
Invoice 450938

Page 2

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
R.T. CARLISLE	2.20	200.00	440.00
L.K. THOMAS	1.80	85.00	153.00
TOTAL	4.00	148.25	593.00

Fees for Legal Services **\$593.00****CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED**

05/21/2001	Photocopies	4.80
05/21/2001	Call to 1-518-438-9907	1.57
05/21/2001	Call to 1-518-438-9907	0.22
Total Charges for Other Services Provided/Expenses Incurred		\$6.59

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Photocopies	4.80
Telephone	1.79
TOTAL	6.59

NET CURRENT BILLING FOR THIS INVOICE..... **\$599.59****ACCOUNTS RECEIVABLE RECAP**

<u>Original Invoice Number</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
440686	1,120.00	1,120.00
446279	1,517.42	1,517.42
TOTAL A/R BALANCE		\$2,637.42

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July 24, 2001
Invoice 455240

Page 1

Our Matter # 02399/06031
Name of Matter: Li Tungsten

For Services Through 06/30/01

06/07/01	Review information provided concerning EPA response to Teledyne Complaint and challenge to various aspects of remedy. B.F. HAWKINS / Partner	0.80 hrs.	220.00/hr	\$176.00
06/26/01	Review status of Li Tungsten matter with Ms. Duff, discussion with Attorney Carlisle regarding status update and regarding affidavits. B.F. HAWKINS / Partner	0.60 hrs.	220.00/hr	\$132.00

W. R. Grace & Co.

July 24, 2001
Invoice 455240

Page 2

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
B.F. HAWKINS	1.40	220.00	308.00
TOTAL	1.40	220.00	308.00

Fees for Legal Services \$308.00

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

06/15/2001	Photocopies 5 pages.	0.25
Total Charges for Other Services Provided/Expenses Incurred		\$0.25

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Photocopies	0.25
TOTAL	0.25

NET CURRENT BILLING FOR THIS INVOICE \$308.25**ACCOUNTS RECEIVABLE RECAP**

<u>Original Invoice Number</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
440686	1,120.00	1,120.00
446279	1,517.42	1,517.42
450938	599.59	599.59
TOTAL A/R BALANCE		\$3,237.01

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July 9, 2001
 Invoice 451126

Page 1

Our Matter # 02399/06032
 Name of Matter: Charleston

For Services Through 05/31/01

05/01/01	Review work plan forwarded to Ms. Canova. B.F. HAWKINS	0.40 hrs.	220.00/hr	\$88.00
05/02/01	Organize file materials. L.K. THOMAS	0.20 hrs.	85.00/hr	\$17.00
05/08/01	Telephone discussion with Mr. Holmes concerning client in Charleston that is interested in purchasing the the Grace site there and concerning plans to use property near site as hotel space or low income housing; leave message regarding same with Mr. Bucens. B.F. HAWKINS	0.60 hrs.	220.00/hr	\$132.00
05/09/01	Discussion with Mr. Bucens regarding information from Mr. Holmes regarding potential purchaser's interest in Charleston property and concerning possibility of groups moving to rezone area around Charleston site for hotels or for low-income housing; discussion with Mr. Bucens regarding contacting Ms. Canova at DHEC to inquire on status of review of Grace's comments. B.F. HAWKINS	0.90 hrs.	220.00/hr	\$198.00

05/16/01	Telephone conference with Ms. Canova regarding status of actions with Charleston facility; follow-up with Mr. Bucens. B.F. HAWKINS	0.80 hrs.	220.00/hr	\$176.00
05/19/01	Review Mr. Bucens draft letter to DHEC regarding the workplan addendum for supplemental investigations and bench-scale treatability testing and provide feedback. B.F. HAWKINS	1.20 hrs.	220.00/hr	\$264.00
05/21/01	Discussion with Mr. Bucens regarding revisions to workplan letter response to DHEC ; conference call with Ms. Saucier, Messrs. Obradovic and Mr. Bucens regarding RMT edits and regarding additional technical information added to same. B.F. HAWKINS	1.40 hrs.	220.00/hr	\$308.00

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
B.F. HAWKINS	5.30	220.00	1,166.00
L.K. THOMAS	0.20	85.00	17.00
TOTAL	5.50	215.09	1,183.00

Fees for Legal Services \$1,183.00

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

05/01/2001	Photocopies 8 Page(s)	0.40
05/04/2001	Photocopies 6 Page(s)	0.30
05/07/2001	Photocopies 3 Page(s)	0.15
05/08/2001	Call to 1-617-498-2667	0.21
05/15/2001	Call to 1-617-498-2667	0.10
05/16/2001	Photocopies 2 Page(s)	0.10
05/17/2001	Photocopies 6 Page(s)	0.30
05/21/2001	Call to 1-617-498-2667	0.91
05/21/2001	Call to 1-617-498-2667	0.14
05/21/2001	Call to 1-617-498-2667	2.13
05/22/2001	Photocopies 16 Page(s)	0.80

Total Charges for Other Services Provided/Expenses Incurred \$5.54

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Photocopies	2.05
Telephone	3.49
TOTAL	5.54

NET CURRENT BILLING FOR THIS INVOICE..... **\$1,188.54**

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
446285	1,293.80	1,293.80
451126	1,188.54	1,188.54
TOTAL A/R BALANCE		\$2,482.34

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July 24, 2001
Invoice 455241

Page 1

Our Matter # 02399/06032
Name of Matter: Charleston

For Services Through 06/30/01

06/13/01	Review Mr. Bucens letter of June 12 to Ms. Canova regarding the status of the field work initiated May 29, 2001 concerning the workplan addendum for supplemental investigations and bench-scale treatability testing .			
	B.F. HAWKINS	0.60 hrs.	220.00/hr	\$132.00
06/20/01	Request for information from Attorney in Charleston concerning Grace Charleston site and possible date for availability for sale; call to Mr. Bucens to check on any change in status of possible availability for purchase.			
	B.F. HAWKINS	0.80 hrs.	220.00/hr	\$176.00

W. R. Grace & Co.

July 24, 2001
Invoice 455241

Page 2

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
B.F. HAWKINS	1.40	220.00	308.00
TOTAL	1.40	220.00	308.00

Fees for Legal Services \$308.00

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

06/12/2001	Photocopies 4 pages.	0.20
06/15/2001	Photocopies 1 pages.	0.05

Total Charges for Other Services Provided/Expenses Incurred \$0.25

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Photocopies	0.25
TOTAL	0.25

NET CURRENT BILLING FOR THIS INVOICE..... \$308.25**ACCOUNTS RECEIVABLE RECAP**

<u>Original Invoice Number</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
446285	1,293.80	1,293.80
451126	1,188.54	1,188.54
TOTAL A/R BALANCE		\$2,482.34

NELSON

Nelson Mullins Riley & Scarborough, L.L.P.

MULLINS

Nelson Mullins Riley & Scarborough, L.L.P.

Attorneys and Counselors at Law

Tax ID No. 57-0215445

Post Office Box 11070

Columbia, S.C. 29211

Telephone (803) 799-2000

W. R. Grace & Co.
ATTN: Robert A. Emmett, Esq.
Senior Environmental Counsel
7500 Grace Drive
Columbia, MD 21044

July 24, 2001
Invoice 455242

Page 1

Our Matter # 02399/06033
Name of Matter: Weedsport, NY

For Services Through 06/30/01

06/18/01	Review sampling QAPP and sampling activities report; review CARB 435 methodology prescribed in Weedsport QAPP.			
	D.M. CLEARY	1.80 hrs.	285.00/hr	\$513.00

W. R. Grace & Co.

July 24, 2001
Invoice 455242

Page 2

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
D.M. CLEARY	1.80	285.00	513.00
TOTAL	1.80	285.00	513.00

Fees for Legal Services **\$513.00****CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED**

06/08/2001	Call to -901-820-2023	1.10
Total Charges for Other Services Provided/Expenses Incurred		\$1.10

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Telephone	1.10
TOTAL	1.10

NET CURRENT BILLING FOR THIS INVOICE..... **\$514.10****ACCOUNTS RECEIVABLE RECAP**

<u>Original Invoice Number</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
447721	570.00	570.00
TOTAL A/R BALANCE		\$570.00

NELSONNelson Mullins Riley & Scarborough, L.L.P.**MULLINS**

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 ATTN: Robert A. Emmett, Esq.
 7500 Grace Drive
 Columbia, MD 21044

June 29, 2001
 Invoice 450540

Page 1

Our Matter # 02399/06034
 Name of Matter: Expanding Plant-Trenton, NJ

For Services Through 05/31/01

05/02/01	Organize file materials. L.K. THOMAS	0.10 hrs.	85.00/hr	\$8.50
05/18/01	Discussion with Mr. Marriam regarding EPA activities and demands regarding Trenton; Reviewed memo later sent by Mr. Marriam. D.M. CLEARY	0.50 hrs.	285.00/hr	\$142.50

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
D.M. CLEARY	0.50	285.00	142.50
L.K. THOMAS	0.10	85.00	8.50
TOTAL	0.60	251.67	151.00

W. R. Grace & Co.

June 29, 2001

Invoice 450540

Page 2

Fees for Legal Services

\$151.00

NET CURRENT BILLING FOR THIS INVOICE.....\$151.00

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July 24, 2001
Invoice 455243

Page 1

Our Matter # 02399/06034
Name of Matter: Expanding Plant-Trenton, NJ

For Services Through 06/30/01

06/07/01	Discussion with Mr. Marriam and Mr. Emmett regarding sampling and future sampling to be performed by EPA.			
	D.M. CLEARY	0.30 hrs.	285.00/hr	\$85.50
06/07/01	Discussion with Mr. Marriam regarding sampling, and response to EPA.			
	D.M. CLEARY	0.30 hrs.	285.00/hr	\$85.50

W. R. Grace & Co.

July 24, 2001
Invoice 455243

Page 2

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
D.M. CLEARY	0.60	285.00	171.00
TOTAL	0.60	285.00	171.00

Fees for Legal Services **\$171.00**NET CURRENT BILLING FOR THIS INVOICE..... **\$171.00****ACCOUNTS RECEIVABLE RECAP**

<u>Original Invoice Number</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
450540	151.00	151.00
TOTAL A/R BALANCE		\$151.00

NELSONNelson Mullins Riley & Scarborough, L.L.P.**MULLINS**

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W. R. Grace & Co.
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 Senior Environmental Counsel
 7500 Grace Drive
 Columbia, MD 21044

September 11, 2001

Invoice 464131

Page 1

Our Matter # 02399/06035
 Name of Matter: Easthampton, MA Expanding Plant

For Services Through 05/31/01

05/21/01	Call from Mr. Marriam informing of demand letter from MADEP; review of MADEP letter. D.M. CLEARY	0.40 hrs.	285.00/hr	\$114.00
05/22/01	Research on internet Massachusetts statutes and regulations for Superfund, air quality and contingency plan for Easthampton site. K. BROWN	2.40 hrs.	125.00/hr	\$300.00
05/23/01	Research online, locate, and download information concerning Massachusetts Regulations (301 Section 6.00-8) and Chapter 21E (Superfund)) for paralegal. R. ALTMAN	0.50 hrs.	95.00/hr	\$47.50
05/24/01	Review regulations for Massachusetts superfund and air quality; research and review files regarding financial assurances; conference with Attorney Cleary on financial assurances and document management. K. BROWN	8.10 hrs.	125.00/hr	\$1,012.50

W. R. Grace & Co.

September 11, 2001

Invoice 464131

Page 2

05/25/01	Research internet for Massachusetts' contingency plan for Easthampton site; review and organize various files. K. BROWN	8.20 hrs.	125.00/hr	\$1,025.00
05/26/01	Review and organize files. K. BROWN	3.60 hrs.	125.00/hr	\$450.00
05/29/01	Research online, locate, download and e-mail 310 CMR 40 to Paralegal Brown. R. ALTMAN	0.60 hrs.	95.00/hr	\$57.00
05/30/01	Review and organize 310 CMR 40. K. BROWN	9.70 hrs.	125.00/hr	\$1,212.50
05/31/01	Conference with Reference Librarian regarding file search results and requested TOC for 310 CMR 40; and review and organize results. K. BROWN	2.00 hrs.	125.00/hr	\$250.00
05/31/01	Research online, locate, download and e-mail table of contents information for 310 CMR 40 to Paralegal Brown. R. ALTMAN	0.70 hrs.	95.00/hr	\$66.50

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
D.M. CLEARY	0.40	285.00	114.00
K. BROWN	34.00	125.00	4,250.00
R. ALTMAN	1.80	95.00	171.00
TOTAL	36.20	125.28	4,535.00

NET CURRENT BILLING FOR THIS INVOICE..... **\$4,535.00**

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
459554	08/01/2001	242.59	242.59
464092	09/10/2001	28.50	28.50

NELSON

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MULLINS

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Tax ID No. 57-0215445

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W. R. Grace & Co.
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Senior Environmental Counsel
7500 Grace Drive
Columbia, MD 21044

September 11, 2001

Invoice 464132

Page 1

Our Matter # 02399/06035
Name of Matter: Easthampton, MA Expanding Plant

For Services Through 06/30/01

06/01/01	Review and organize 310 CMR 40 and e-mail file to Attorney Cleary. K. BROWN	5.10 hrs.	125.00/hr	\$637.50
06/08/01	Discussions with Mr. Marriam regarding use of CARB 435 analytical method, definitions. D.M. CLEARY	0.80 hrs.	285.00/hr	\$228.00
06/13/01	Review and markup draft motion to change venue in preparation for conference call. D.M. CLEARY	0.80 hrs.	285.00/hr	\$228.00
06/25/01	Discussion with Mr. Marriam regarding the status of the upcoming risk assessment. D.M. CLEARY	0.20 hrs.	285.00/hr	\$57.00
06/26/01	Calls from Mr. Marriam regarding incoming risk assessment documents. D.M. CLEARY	0.20 hrs.	285.00/hr	\$57.00

06/26/01	Initiate Review of Tier classification from Woodard Curran. D.M. CLEARY	1.20 hrs.	285.00/hr	\$342.00
06/27/01	Review additional Woodard & Curran report regarding sampling activities and remedial options. D.M. CLEARY	1.40 hrs.	285.00/hr	\$399.00
06/27/01	Preparation for and discussions with Mr. Collins of Woodard & Curran, relaying comments to Tier Classification and Phase I report. D.M. CLEARY	2.50 hrs.	285.00/hr	\$712.50
06/27/01	Discussions with Mr. Marriam concerning comments to draft Woodard & Curran Reports; review MCP requirements concerning analytical methodology required and other issues. D.M. CLEARY	1.30 hrs.	285.00/hr	\$370.50
06/28/01	Conference call to discuss comments to Field Investigation/Remedial Options report and follow up discussions regarding Tier Classification. D.M. CLEARY	1.50 hrs.	285.00/hr	\$427.50
06/28/01	Review of Woodard & Curran reports and Massachusetts Contingency Plan requirements in preparation for conference call.. D.M. CLEARY	2.50 hrs.	285.00/hr	\$712.50
06/29/01	Conference call with Mr. Marriam and Mr. Collins to finalize Tier Classification and accompanying reports. D.M. CLEARY	0.50 hrs.	285.00/hr	\$142.50
06/29/01	Review final draft of field results and discussion of remedial options by W & C. D.M. CLEARY	0.50 hrs.	285.00/hr	\$142.50

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
D.M. CLEARY	13.40	285.00	3,819.00
K. BROWN	5.10	125.00	637.50
TOTAL	18.50	240.89	4,456.50

NET CURRENT BILLING FOR THIS INVOICE **\$4,456.50**

ACCOUNTS RECEIVABLE RECAP

<u>Original Invoice Number</u>	<u>Invoice Date</u>	<u>Invoice Amt</u>	<u>A/R Balance</u>
459554	08/01/2001	242.59	242.59
464092	09/10/2001	28.50	28.50
464131	09/11/2001	4,535.00	4,535.00
TOTAL A/R BALANCE			\$4,806.09

NELSONNelson Mullins Riley & Scarborough, L.L.P.**MULLINS**

Nelson Mullins Riley & Scarborough, L.L.P.

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 ATTN: Robert A. Emmett, Esq.
 7500 Grace Drive
 Columbia, MD 21044

July 9, 2001
 Invoice 451204

Page 1

Our Matter # 02399/06036
 Name of Matter: Libby EPA Cost Recovery

For Services Through 05/31/01

05/02/01	Discuss cost recovery action with Attorney Cleary regarding actions needed, document issues. J.M. MELCHERS	0.20 hrs.	220.00/hr	\$44.00
05/02/01	General office procedures. L.K. THOMAS	0.30 hrs.	85.00/hr	\$25.50
05/14/01	Memo to Attorney Cleary, prepare for and extended conference call with Attorney Cleary regarding work needed on Libby cost recovery action, strategy, notes on same, conference with Attorney Hawkins regarding staffing needs, review follow-up memos and articles from Attorney Cleary on litigation and public relations issues. J.M. MELCHERS	2.70 hrs.	220.00/hr	\$594.00
05/15/01	Review documents regarding asbestos regulation, sampling methodology, IG Report, in preparation for response to EPA; discuss staffing with Attorney Hawkins. D.M. CLEARY	5.10 hrs.	285.00/hr	\$1,453.50

05/15/01	Review issues with Attorney Cleary regarding background of action and legal issues to be addressed in moving forward with defense; review legal issues to be reviewed. B.F. HAWKINS	2.30 hrs.	220.00/hr	\$506.00
05/15/01	Review and obtain newspaper articles pertaining to Libby site from internet. L.K. THOMAS	2.80 hrs.	85.00/hr	\$238.00
05/16/01	Research assignment concerning information on NCP limits on potential recovery by EPA. B.F. HAWKINS	0.50 hrs.	220.00/hr	\$110.00
05/16/01	Research regarding NCP limits for cost recovery in Libby, Montana. N. CAPUANO	6.00 hrs.	75.00/hr	\$450.00
05/17/01	Research regarding NCP limits for cost recovery in Libby, Montana. N. CAPUANO	3.80 hrs.	75.00/hr	\$285.00
05/18/01	Research regarding cost recovery and NCP limitations on EPA. N. CAPUANO	5.80 hrs.	75.00/hr	\$435.00
05/21/01	Clarification e-mail to Summer Law Clerk, Nicole Capuano regarding assignment of looking for case law to support arguments for limiting EPA recovery where it exceeds the NCP authority. B.F. HAWKINS	0.50 hrs.	220.00/hr	\$110.00
05/21/01	Discussion with Attorney Hawkins informing of Grace decision to have HRO lead in this matter. D.M. CLEARY	0.30 hrs.	285.00/hr	\$85.50
05/21/01	Discussion with Mr. Emmett that HRO is to lead the cost recovery case. D.M. CLEARY	0.10 hrs.	285.00/hr	\$28.50
05/21/01	Research finding instances where EPA has overstepped its bounds; begin memo to Attorney Hawkins regarding such research. N. CAPUANO	7.00 hrs.	75.00/hr	\$525.00
05/22/01	Write memo to Attorney Hawkins. N. CAPUANO	0.80 hrs.	75.00/hr	\$60.00
05/29/01	Write memo to Attorney Hawkins regarding possible limitations of EPA cost recovery N. CAPUANO	2.00 hrs.	75.00/hr	\$150.00
05/30/01	Memo to Attorney Hawkins regarding CERCLA cost recovery. N. CAPUANO	2.70 hrs.	75.00/hr	\$202.50
05/31/01	Write memo to Attorney Hawkins. N. CAPUANO	2.50 hrs.	75.00/hr	\$187.50

BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
J.M. MELCHERS	2.90	220.00	638.00
B.F. HAWKINS	3.30	220.00	726.00
D.M. CLEARY	5.50	285.00	1,567.50
L.K. THOMAS	3.10	85.00	263.50
N. CAPUANO	30.60	75.00	2,295.00
TOTAL	45.40	120.93	5,490.00

Fees for Legal Services \$5,490.00

CHARGES FOR OTHER SERVICES PROVIDED/EXPENSES INCURRED

05/17/2001	Lexis	3.85
05/18/2001	Lexis	8.91
05/21/2001	Lexis	13.49
05/21/2001	Photocopies 35 Page(s)	1.75
05/29/2001	Lexis	0.48
05/30/2001	Lexis	0.48
05/31/2001	Lexis	0.93

Total Charges for Other Services Provided/Expenses Incurred \$29.89

DISBURSEMENT SUMMARY

<u>Description</u>	<u>Dollars</u>
Photocopies	1.75
Lexis	28.14
TOTAL	29.89

NET CURRENT BILLING FOR THIS INVOICE \$5,519.89

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July 24, 2001
 Invoice 455261

Page 1

Our Matter # 02399/06036
 Name of Matter: Libby EPA Cost Recovery

For Services Through 06/30/01

06/01/01	Final research and write final memo for Attorney Hawkins N. CAPUANO	2.20 hrs.	75.00/hr	\$165.00
06/08/01	Review motion to change venue of Montana cases; conference call with Grace team attorneys regarding review and timing of filing; send e-mails to Mr. Grummer and review responses. D.M. CLEARY	4.50 hrs.	285.00/hr	\$1,282.50
06/11/01	Review draft answer; draft comments; send to Grace and Grace attorneys. D.M. CLEARY	3.50 hrs.	285.00/hr	\$997.50
06/13/01	Conference call regarding comments on Motion to Transfer Venue. D.M. CLEARY	0.80 hrs.	285.00/hr	\$228.00
06/18/01	Review comments of draft motion to change venue; verify/supply outstanding questions and information; submit final comments to Mr. Grummer. D.M. CLEARY	1.70 hrs.	285.00/hr	\$484.50

NELSON

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September 12, 2001

Invoice 464592

Page 1

Our Matter # 02399/06043
Name of Matter: Libby Expansion Plants/Billerica

For Services Through 07/17/01

06/13/01	Review North Billerica Sampling Results. D.M. CLEARY	0.50 hrs.	285.00/hr	\$142.50
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BILLING SUMMARY

	<u>Hours</u>	<u>Rate/Hr</u>	<u>Dollars</u>
D.M. CLEARY / Partner	0.50	285.00	142.50
TOTAL	0.50	285.00	142.50

Fees for Legal Services \$142.50

NET CURRENT BILLING FOR THIS INVOICE..... \$142.50

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:)	Chapter 11
)	
W. R. GRACE & CO., <u>et al.</u> , ¹)	Case No. 01-01139(JJF)
)	(Jointly Administered)
)	
Debtors.)	

VERIFICATION

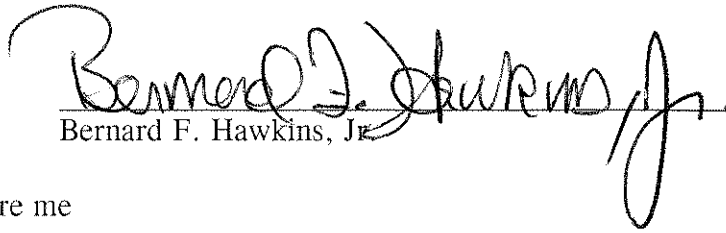
Bernard F. Hawkins, Jr., first being duly sworn, deposes and says as follows:

1. I am a partner with the applicant firm, Nelson Mullins Riley & Scarborough, L.L.P and I am a member in good standing of the bar of the State of South Carolina.

2. I have personally performed certain of, and overseen the legal services rendered by Nelson Mullins Riley & Scarborough, LLP as special litigation and environmental counsel to the Debtors and am thoroughly familiar with all other work performed on behalf of the Debtors by the lawyers and other persons in the firm.

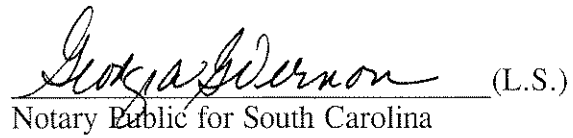
¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.


Bernard F. Hawkins, Jr.

SWORN to and subscribed before me

this 15th day of October, 2001

 (L.S.)
Notary Public for South Carolina

My Commission Expires: 4-28-03